

Hearing Date: June 17, 2014 at 10:00 a.m. (Prevailing Eastern Time)
Objection Deadline: June 10, 2014 at 4:00 p.m. (Prevailing Eastern Time)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:	Hon. Robert E. Grossman
KESTREL TECHNOLOGIES, INC. et al,	Case No. 12-15052
	Chapter 11 Case
Debtors ¹ .	Jointly Administered

**NOTICE OF HEARING ON FINAL APPROVAL AND ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AS COUNSEL TO THE
DEBTORS AND REIMBURSEMENT OF EXPENSES INCURRED**

PLEASE TAKE NOTICE that a hearing to consider the Applications of Hodgson Russ LLP, as Debtors' Counsel, England Securities, LLC, as investment banker and financial advisor to the Debtors, Perkins Coie LLP, as attorneys for the Official Committee of Unsecured Creditors and Gavin/Solmonese LLC, as financial advisors to The Official Committee of Unsecured Creditors, for Ordinary Course Professional Fees and Expenses, will be held before the Honorable Robert E. Grossman, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Court Room 601, New York, New York 10004 (the "Bankruptcy Court"), on **June 17, 2014 at 10:00 a.m. (Prevailing Eastern Time)** (the "Hearing"), or as soon thereafter as counsel may be heard, pursuant to Sections 331 and 503(b) of the United States

¹

The Debtors are the following entities: Kestrel Technologies, Inc. ("Kestrel Technologies"), and Kestrel Solutions, LLC ("Kestrel Solutions"). The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors' chapter 11 petitions.

Bankruptcy Code, Rules 2002 and 2016, and the procedural guidelines adopted by the Executive Office for the United States Trustee.

The Final Fee Applications (“Fee Applications”) seek an Order of this court allowing as an administrative expense of this chapter 11 proceeding on a final basis, reasonable attorney’s fees and disbursements expended, as well as holdback fees, as follows:

APPLICANT	PERIOD	RETAINED AS	REQUESTED FEES	REQUESTED EXPENSES
Hodgson Russ LLP [Docket No. 147]	November 1, 2013 – April 15, 2014	Counsel to the Debtors and Debtors in Possession	\$30,230.00	\$647.05
Hodgson Russ LLP (see above docket no.)	Holdback Fees	Counsel to the Debtors and Debtors in Possession	\$46,531.00	\$0.00
England Securities, LLC [Docket No. 146]	Holdback Fees	Investment Banker and Financial Advisor to the Debtors in Possession	\$49,500.00	\$0.00
Gavin/Solmonese LLC [Docket No. 144]	February 7, 2013 – March 31, 2014	Financial Advisors for the Official Committee of Unsecured Creditors	\$78,117.50	\$1,636.54
Perkins Coie LLP [Docket No. 145]	July 1, 2013 – April 22, 2014	Attorneys for the Official Committee of Unsecured Creditors	\$58,851.50	\$5,790.41

PLEASE TAKE FURTHER NOTICE that, a detailed description of the services performed and expenses incurred is contained in the Fee Applications, which are on file with the Clerk of the U.S. Bankruptcy Court for the Southern District of New York. Copies of the Fee Applications may be obtained by contacting Hodgson Russ LLP, Attn: Renee Leek, 1540 Broadway, 24th Floor, New York, NY 10036, (716) 856-4000. A copy of the Fee Applications may also be obtained by accessing the Bankruptcy Court’s website at www.nysb.uscourts.gov.

PLEASE TAKE FURTHER NOTICE that, responses, if any, to the Fee Applications must comply with the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, specifically General Order M-447, as well as any amendments or subsequent standing orders and

must be set forth in a writing describing the basis therefore and must be filed with the Bankruptcy Court electronically in accordance with General Order M-399 by registered users of the Court's electronic case filing system (the User's Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website of the Bankruptcy Court) and, served upon each of the following: (i) the Chambers of the Honorable Robert E. Grossman, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York, 10004; (ii) Kestrel Technologies, Inc., 369 Lexington Avenue, Suite 308, New York 10017-6516; (iii) counsel to the Debtors, Hodgson Russ LLP, 1540 Broadway, 24th Floor, New York, New York 10036 (Attn: Heidi J. Sorvino, Esq.); (iv) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Room 1006, New York, New York 10004 (Attn: Richard C. Morrissey, Esq.); (v) counsel for the Committee, Perkins Coie LLP, 30 Rockefeller Plaza, 22nd Floor, New York, NY 10112 (Attn: Schuyler G. Carroll, Esq.) and (vi) all parties requesting notice in these chapter 11 cases pursuant to Bankruptcy Rule 2002, so as to be actually received no later than **June 10, 2014 at 4:00 p.m. (Prevailing Eastern Time)** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those responses that are timely filed, served and received will be considered at the Hearing. Failure to file and serve a timely objection may result in entry of a final order granting the Fee Applications without further notice. The parties are required to attend the Hearing and failure to attend in person or by counsel may result in relief being granted or denied upon default.

Dated: New York, New York
April 30, 2014

By: /s/ Heidi J. Sorvino
Heidi J. Sorvino
James C. Thoman
Carmine J. Castellano

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